

EXHIBIT DD

James W. Walker (*admitted pro hac vice*)
COLE SCHOTZ P.C.
2515 McKinney Avenue, Suite 1350
Dallas, TX 75201
Telephone: 469-557-9390
Facsimile: 469-533-0361
E-mail: JWalker@coleshotz.com

Attorneys for Plaintiff
The Wimbledon Fund, SPC (Class TT)

UNITED STATES DISTRICT COURT
CENTRAL DISTRICT OF CALIFORNIA
WESTERN DIVISION

THE WIMBLEDON FUND, SPC
(CLASS TT),

Plaintiff,

v.

GRAYBOX, LLC; INTEGRATED
ADMINISTRATION; EUGENE SCHER,
AS TRUSTEE OF BERGSTEIN TRUST;
CASCADE TECHNOLOGIES CORP.
and THE LAW OFFICES OF HENRY N.
JANNOL,

Defendants.

CONSOLIDATED CASE NO.: 2:15-
CV-6633-CAS-AJWx

**STIPULATION OF DISMISSAL OF
DEFENDANTS GRAYBOX, LLC,
EUGENE SCHER AS TRUSTEE OF
BERGSTEIN TRUST, CASCADE
TECHNOLOGIES CORP., THE
LAW OFFICES OF HENRY N.
JANNOL, DAVID BERGSTEIN,
AARON GRUNFELD, AND
JEROME SWARTZ**

AND CONSOLIDATED ACTION AND
RELATED THIRD PARTY ACTIONS

Pursuant to Rule 41(a)(1) of the Federal Rules of Civil Procedure and in accordance with the terms and conditions of a confidential compromise settlement and release agreement, Plaintiff The Wimbledon Fund SPC (Class TT) (the “Fund”), on the one hand, and Defendants Graybox, LLC (“Graybox”), David Bergstein (“Bergstein”), Eugene Scher as Trustee of the Bergstein Trust (“Scher”), Cascade Technologies Corp. (“Cascade”), the Law Offices of Henry N. Jannol (“Jannol”), Jerome Swartz (“Swartz”), and Aaron Grunfeld (“Grunfeld”) (and, together with the Fund, the “Stipulating Parties”), hereby stipulate, through undersigned counsel, to entry of an Order dismissing with prejudice all claims asserted in this case by the Fund against Graybox, Bergstein, Scher, Cascade, Jannol, Swartz, and Grunfeld (the “Stipulation”), and respectfully show the Court as follows:

RECITALS

1. On July 30, 2015, the Fund filed a complaint in the United States District Court for the Southern District of Texas, Case No. 4:15-cv-02193, against Bergstein, Swartz, Grunfeld, and Kia Jam (“Jam”) (the “Texas Action”).

2. On August 28, 2015, the Fund filed its complaint before this Court, against Graybox, Integrated Administration (“IA”), Scher, Jannol and Cascade (the “California Action”), which was eventually consolidated with the Texas Action (becoming this “Consolidated Action”).

3. On September 9, 2015, the Fund filed a motion for preliminary injunction against Graybox in the California Action, seeking a preliminary injunction freezing the sum of \$2,412,000 that was expected to be deposited into the trust account of Bienert, Miller & Katzman, PLC (“BMK”).

4. On October 20, 2015, the Court entered its final order granting the Fund’s motion for preliminary injunction (the “Preliminary Injunction”). Pursuant to the Preliminary Injunction, the Court ordered certain funds totaling \$2,412,000 (the “Frozen Funds”) be held in trust in the client trust account maintained by BMK during the pendency of the Consolidated Action or until further order of the Court.

1 5. On January 9, 2017, the Court granted a motion filed by certain
2 defendants, including Graybox and Bergstein, to stay this case pending the criminal
3 trial of Bergstein.

4 6. The Fund and certain of the defendants participated in a confidential
5 settlement conference, pursuant to which a settlement (the “Confidential Settlement”)
6 of all claims and causes of action in this case has been reached, with exception to the
7 claims and causes of action the Fund has asserted in the Consolidated Action against
8 Jam and IA. The terms of the Confidential Settlement and related communications are
9 privileged and confidential as settlement communications.

10 7. On August 16, 2017, pursuant to the Settlement, the Fund, Graybox, and
11 Bergstein filed a joint stipulation (the “Joint Stipulation”) requesting that the Court lift
12 its stay of the case for the limited purpose of modifying the terms of the Preliminary
13 Injunction and directing BMK to release the full amount of the Frozen Funds to the
14 Fund.

15 8. On August 18, 2017, the Court entered its order approving the Joint
16 Stipulation and directing BMK to pay the full amount of the Frozen Funds,
17 \$2,412,000, to the Fund, which had an interest and entitlement to the Frozen Funds
18 relating back to the date of entry of the Preliminary Injunction, and keeping the stay in
19 place otherwise.

20 9. Accordingly, the Settling Parties now Stipulate and request that the Court
21 enter an order on the following terms:

22 **STIPULATION**

23 A. The Fund’s claims and causes of action against Graybox, Bergstein,
24 Scher, Cascade, Jannol, Swartz, and Grunfeld are dismissed with prejudice.

25 B. The Fund’s interest and entitlement to the Frozen Funds, which relates
26 back to the date of entry of the Preliminary Injunction, was satisfied by payment of the
27 Frozen Funds pursuant to the order approving the Joint Stipulation.
28

C. The Consolidated Action shall remain stayed as to Jam and IA unless and until the Fund moves for and obtains an order of this Court lifting the stay, or otherwise seeks dismissal of the case, or until further order of this Court.

Dated: January 4, 2018

COLE SCHOTZ P.C.

By: /s/ James W. Walker

James W. Walker (admitted pro hac vice)

Attorneys for Plaintiff,

The Wimbledon Fund, SPC (Class TT)

Pursuant to L.R. 5-4.3.4, James W. Walker hereby attests that all other signatories listed, and on whose behalf this filing is submitted, concur in the filing's content and have authorized the filing.

Dated: January 4, 2018

LAW OFFICES OF HENRY N. JANNOL APC

By: /s/ Henry N. Jannol

Henry N. Jannol

Attorneys for Defendant

The Law Office of Henry N. Jannol

David Bergstein and Graybox, LLC

Dated: January 4, 2018

LAW OFFICES OF AARON A. GRUNFELD

By: /s/ Aaron A. Grunfeld

Aaron A. Grunfeld

Attorneys for Defendant Aaron A. Grunfeld

Dated: January 4, 2018

MCGARRIGLE KENNEY AND

ZAMPIELLO, APC

By: /s/ Patrick C. McGarrigle

Patrick C. McGarrigle

Attorneys for Defendants Eugene Scher as

Trustee of Bergstein Trust and

Cascade Technologies Corp.

Dated: January 4, 2018

MOULTON, WILSON & ARNEY, LLP

By: /s/ Lance Arney

Lance Arney

Attorneys for Defendant

Jerome Swartz

1 Dated: January 4, 2018, 2017

BIENERT, MILLER & KATZMAN PLC

2 By: /s/ Steven Jay Katzman

3 Steven Jay Katzman

4 Attorneys for Defendants David Bergstein

and Graybox, LLC

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PROOF OF SERVICE

STATE OF CALIFORNIA, COUNTY OF ORANGE

I am employed in the County of Orange, State of California. I am over the age of 18 and not a party to the within action. My business address is 903 Calle Amanecer, Suite 350, San Clemente, California 92673. I declare that I am employed in the office of a member of the bar of this Court at whose direction the service was made.

On January 4, 2018, I served the foregoing document described as **STIPULATION OF DISMISSAL OF DEFENDANTS GRAYBOX, LLC, EUGENE SCHER AS TRUSTEE OF BERGSTEIN TRUST, CASCADE TECHNOLOGIES COPR., THE LAW OFFICES OF HENRY N. JANNOL, DAVID BERGSTEIN, AARON GRUNFELD, AND JEROME SWARTZ** on all interested parties in this action by placing a true copy thereof enclosed in a sealed envelope addressed as stated on the attached service list:

- ☐ **BY MAIL** - I deposited such envelope in the mail at San Clemente, California. The envelope was mailed with postage thereon fully prepaid. I am "readily familiar" with the firm's practice of collection and processing correspondence for mailing. Under that practice it would be deposited with the U.S. Postal Service on that same day with postage thereon fully prepaid at San Clemente, California in the ordinary course of business. I am aware that on motion of the party served, service is presumed invalid if postal cancellation date or postage meter date is more than one (1) day after date of deposit for mailing in affidavit.
- ☐ **BY PERSONAL SERVICE** - I caused such envelope to be delivered by a process server employed by Name of process service company .
- ☐ **VIA FACSIMILE**- I faxed said document, to the office(s) of the addressee(s) shown above at their stated facsimile numbers, and the transmission was reported as complete and without error.
- ☒ **BY ELECTRONIC TRANSMISSION** - I transmitted a PDF version of this document by electronic mail to the party(s) identified on the attached service list using the e-mail address(es) indicated.
- ☐ **BY OVERNIGHT DELIVERY** - I deposited such envelope for collection and delivery by Federal Express with delivery fees paid or provided for in accordance with ordinary business practices. I am "readily familiar" with the firm's practice of collection and processing packages for overnight delivery by Name of Company . They are deposited with a facility regularly maintained by Name of Company for receipt on the same day in the ordinary course of business.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Executed on January 4, 2018, at San Clemente, California.

/s/ Carolyn K. Howland
Carolyn K. Howland

SERVICE LIST

The Wimbledon Fund, SPC v. Graybox, LLC, et al.
Central District of California – Case No. 15-CV-06633

- Robert W Allen robert.allen@usdoj.gov
- Lance C Arney, larney@moultonwilsonarney.com
- Anthony R Bisconti, tbisconti@bmkattorneys.com, admin@bmkattorneys.com
- Marissa M Dennis mdennis@allenmatkins.com, tkawashima@allenmatkins.com
- Nancy S Fong, nfong@allenmatkins.com
- Grant B Gelberg grant.gelberg@hysmlaw.com
- George Leo Hampton, IV,
ghampton@hamptonholley.com, cholley@hamptonholley.com
- Colin C Holley,
cholley@hamptonholley.com, ghampton@hamptonholley.com, bgoodwin@hampton
holley.com
- Tracey P Hom, traceyhom@yahoo.com
- Henry Nathan Jannolhnj@smbgroup.com
- Jeffrey L Kandel jkandel@pszjlaw.com
- Steven Jay Katzman skatzman@bmkattorneys.com, admin@bmkattorneys.com
- Linda A Kontos
USACAC.Civil@usdoj.gov, linda.kontos@usdoj.gov, CaseView.ECF@usdoj.gov
- Eric S Latzer elatzer@coleschotz.com
- Paul H Levine phl@smbgroup.com
- Patrick C McGarrigle,
patrickm@mcgarriglelaw.com, PhilipZ@mkzlaw.com, VanessaB@mkzlaw.com, Mi
chaelK@mkzlaw.com
- Cynthia R Levin Moulton cmoulton@moultonwilsonarney.com
- David John Richardson drichardson@sulmeyerlaw.com
- Michael Ernest Richardson, lmrichardson@beckredde.com
- Kevin H Scott kevin.scott@hysmlaw.com
- James W Walker,
jwalker@coleschotz.com, ahickey@coleschotz.com, iphillips@coleschotz.com
- Carey T Wallick cwallick@moultonwilsonarney.com
- Cameron A Welch cwelch@coleschotz.com